

UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION

IN RE OCZ TECHNOLOGY GROUP, INC.)	Lead Case No.: C-12-05556-RS
SHAREHOLDER DERIVATIVE)	
LITIGATION)	(Consolidated with Case Nos. C-12-06058-RS,
)	C-12-06343-RS)
This Document Relates to:)	PROPOSED FINAL JUDGMENT AND
ALL ACTIONS)	ORDER OF DISMISSAL WITH PREJUDICE
)	Judge: Hon. Richard Seeborg

1 This matter came before the Court for hearing pursuant to the Order of this Court, dated
2 August 5, 2013 ("Preliminary Approval Order"), on the application of the Settling Parties for
3 approval of the settlement ("Settlement") set forth in the Stipulation of Settlement dated July 19,
4 2013 (the "Stipulation"). Due and adequate notice having been given to the current OCZ
5 Technology Group, Inc. ("OCZ") shareholders as required in said Preliminary Approval Order, and
6 the Court having considered all papers filed and proceedings had herein and otherwise being fully
7 informed in the premises and good cause appearing therefore, IT IS HEREBY ORDERED,
8 ADJUDGED, AND DECREED that:

9 1. This Judgment incorporates by reference the definitions in the Stipulation, and all
10 capitalized terms contained herein shall have the same meanings as set forth in the Stipulation (in
11 addition to those capitalized terms defined herein).

12 2. This Court has jurisdiction over the subject matter of the Action, including all matters
13 necessary to effectuate the Settlement, and over all parties to the Action, including the Plaintiffs, the
14 current OCZ shareholders, and the Defendants.

15 3. The Court finds that the Notice and Summary Notice provided to OCZ shareholders
16 was the best notice practicable under the circumstances and fully satisfied the requirements of
17 Federal Rule of Civil Procedure 23.1 and due process.

18 4. The Action and all claims contained therein, as well as all of the Released Claims, are
19 dismissed with prejudice. As between Plaintiffs and Defendants, the Settling Parties are to bear their
20 own costs, except as otherwise provided in the Stipulation.

21 5. The Court finds that the Stipulation and Settlement are fair, reasonable, and adequate
22 as to each of the Settling Parties and further finds that the Settlement is in the best interests of OCZ
23 and its shareholders. The Court hereby finally approves the Stipulation and Settlement in all
24 respects, and orders the Settling Parties to perform its terms to the extent the Settling Parties have
25 not already done so.

26 6. Except as provided in paragraph 7.4 of the Stipulation, upon the Effective Date,
27 Plaintiffs on their own behalf and derivatively on behalf of OCZ, OCZ, and each of OCZ's

1 shareholders (solely in their capacity as OCZ shareholders) shall be deemed to have, and by
2 operation of the Judgment shall have, fully, finally, and forever released, relinquished, and
3 discharged the Released Claims, including Unknown Claims, against the Released Persons. Nothing
4 herein shall in any way impair or restrict the rights of any of the Settling Parties to enforce the terms
5 of the Stipulation.

6 7. Upon the Effective Date, each of the Defendants and their Released Persons shall be
7 deemed to have, and by operation of the Judgment shall have, fully, finally, and forever released,
8 relinquished, and discharged each and all of the Plaintiffs and Plaintiffs' Counsel from all claims
9 (including Unknown Claims) arising out of, relating to, or in connection with, the institution,
10 prosecution, assertion, settlement, or resolution of the Action or the Released Claims. Nothing
11 herein shall in any way impair or restrict the rights of the Settling Parties to enforce the terms of the
12 Stipulation.

13 8. All OCZ shareholders are hereby barred and enjoined from prosecuting the Released
14 Claims against the Released Persons.

15 9. The Court hereby approves the Fee and Expense Amount in accordance with the
16 Stipulation and finds that the Fee and Expense Amount is fair and reasonable.

17 10. Neither the Stipulation nor the Settlement, nor any act performed or document
18 executed pursuant to or in furtherance of the Stipulation or the Settlement: (i) is or may be deemed to
19 be or may be offered, attempted to be offered, or used in any way by the Settling Parties or any other
20 Person as a presumption, a concession or an admission of, or evidence of, any fault, wrongdoing, or
21 liability of the Defendants or of the validity of any Released Claims; or (ii) is intended by the
22 Settling Parties to be offered or received as evidence or used by any other Person in any civil,
23 criminal, administrative, or other proceeding whatsoever, including before any court, administrative
24 agency, or other tribunal. The Released Persons may file the Stipulation and/or the Judgment in any
25 action brought against them in order to support a defense or counterclaim based on principles of *res*
26 *judicata*, collateral estoppel, full faith and credit, release, good faith settlement, judgment bar or

1 reduction, or any other theory of claim preclusion or issue preclusion or similar defense or
2 counterclaim.

3 11. During the course of the litigation, the parties and their respective counsel at all times
4 complied with the requirements of Federal Rule of Civil Procedure 11 and all other similar laws.

5 12. Without affecting the finality of this Judgment in any way, this Court hereby retains
6 continuing jurisdiction over the Action and the parties to the Stipulation to enter any further orders
7 as may be necessary to effectuate the Stipulation, the Settlement provided for therein, and the
8 provisions of this Judgment.

9 13. No proceeding, appeal, or petition pertaining solely to the Fee and Expense Amount
10 or reversal or modification thereof, shall operate to terminate, modify or cancel the Stipulation, or
11 affect or delay the Effective Date or the finality of this Judgment.

12 14. In the event that the Settlement does not become effective in accordance with the
13 terms of the Stipulation, this Judgment shall be vacated, and all orders entered and releases delivered
14 in connection with the Stipulation and this Judgment shall become null and void, except as otherwise
15 provided for in the Stipulation.

16 15. This Judgment is a final, appealable judgment and should be entered forthwith by the
17 Clerk in accordance with Rule 58, Federal Rules of Civil Procedure.

18 IT IS SO ORDERED.

19 DATED: 10/17/13



THE HONORABLE RICHARD SEEBORG
UNITED STATES DISTRICT JUDGE

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21 Submitted by,

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[PROPOSED] FINAL JUDGMENT AND ORDER OF DISMISSAL WITH
PREJUDICE - C-12-05556-RS

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